

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS

SECURITIES AND EXCHANGE COMMISSION,)	
)	
Plaintiff,)	
)	
v.)	CIVIL ACTION NO. 12-12324-MLW
)	
BIOCHEMICS, INC., JOHN J. MASIZ,)	
CRAIG MEDOFF and GREGORY S.)	
KRONING,)	
Defendants.)	

**SECOND INTERIM APPLICATION FOR ALLOWANCE OF COMPENSATION AND
EXPENSES OF THE RECEIVER AND MURTHA CULLINA, LLP**

Mark G. DeGiacomo, (the “Receiver”) hereby files, on behalf of himself and his law firm Murtha Cullina, LLP (together referred to herein as the “Applicant”), this Application pursuant to this Court’s Order dated October 9, 2019 and the Billing Instructions for Receivers in Civil Actions Commenced by the U.S. Securities and Exchange Commission (the “Billing Instructions”), seeking compensation in the total amount of \$68,999.60 for services rendered and \$54.36 for expenses incurred from January 1, 2019 through March 31, 2019 (the “Application Period”). This amount is 80% of the time incurred during the Application Period and 80% of the expenses incurred during the Application Period. Per the Receiver’s agreement with the SEC, the remaining 20% of fees and expenses will be held back until the filing of a Final Fee Application.

In support of this Application, the Receiver states as follows:

1. On June 28, 2018, the plaintiff, Securities and Exchange Commission (“SEC”) filed a Motion to Appoint a Receiver (Dkt. No. 423) of defendant Biochemics, Inc. (“Biochemics”) and its related party, the Shareholder Resolution Trust.

2. On October 9, 2018, the Court entered an Order (Dkt. No. 452) granting the SEC's Motion and appointed the Receiver (the "Receiver Order"). The Receiver's services commenced that day.

3. The Receiver Order requires that "[t]he Receiver shall assume control of all Receivership Assets." Receiver Order ¶ 5. "Receivership Assets" are defined by the Receiver Order as "all property of whatever kind and wherever situated, of defendant Biochemics, Inc., as well as property of the Shareholder Resolution Trust in which the Commission has first-priority security interests." Receiver Order ¶ 1

4. On October 25, 2018, this Court entered an Order allowing the Receiver's Motion to Employ Murtha Cullina, LLP as his counsel.

5. Paragraph 57 of the Receiver Order provides as follows:

Within 45 days after the end of each calendar quarter, the Receiver and Retained Personnel shall apply to the Court for compensation and expense reimbursement from the Receivership Assets (the "Quarterly Fee Application").

6. This is the Applicant's Second Interim Fee Application.

7. On March 5, 2019, this Court entered an Order approving the Applicant's First Interim Fee Application which sought fees in the amount of \$80,181.60 and reimbursement of expenses in the amount of \$665.51.

8. The following information is attached to this Application:

Exhibit A:	SEC Standardized Fund Accounting Report
Exhibit B:	Certification of Receiver
Exhibit C:	Summaries of Administration
Exhibit D:	Time Records
Exhibit E:	Summary of Time
Exhibit F:	Summary of Expenses

9. The Receiver has collected the amount of \$441,305.23 (the “Funds”) and is holding a \$100,000 deposit on a possible Asset Purchase Agreement. The Funds were turned over from the District Court Registry and the Deposit was transferred from Biophysics Pharma, Inc., a possible purchaser of Biochemics’ intellectual property (“BPI”). All amounts are being held in an interest bearing account. No amounts have been disbursed. The Funds are unencumbered. To the best of the Receiver’s knowledge, no administrative expenses have accrued (other than those sought by this Application).

10. Pursuant to the authority granted by this Court on October 25, 2018, the Receiver employed Verdolino & Lowey (“V&L”) as his accountants.

11. On March 5, 2019, this Court entered an Order approving the Receiver’s Motion seeking to employ Sunstein, Kann Murphy & Timbers, LLP and Nields, Lemack & Frame, LLC, as special intellectual property counsel (the “IP Firms”).

12. V&L has done little or no work as of the date of this Application and the IP Firms are being paid by BPI.

13. A list of creditors was supplied to the Receiver by Biochemics. On November 2, 2018, this Court entered an Order approving the Receiver’s Motion to Limit Notice. In accordance with that Order, all known creditors were advised that, if they forwarded a request to the Receiver, they would be served with all filings made by the Receiver with this Court.

14. The claims filing and review procedure has not begun. It is anticipated that the claims filing and review procedure will start once the Receivership Assets, including the Intellectual Property, are liquidated at which point it will be clear if any dividend will be available to general unsecured creditors.

15. Summaries of the work done by the Applicant during the Application Period are attached hereto as Exhibit C.

16. At this early point, the Receiver is unable to predict when this case will close.

17. The fees and expenses sought by this Application were incurred in the best interests of the fair distribution of the Receivership Assets.

18. With the exception of the Billing Instructions, the Applicant has not entered into any agreement, written or oral, express or implied, with any person or entity concerning the amount of compensation paid or to be paid from the Receivership Assets, or any sharing thereof.

19. At this point the Receiver has determined that this estate holds the following assets:

<u>Asset</u>	<u>Value</u>
Intellectual Property	Unknown
Registry Funds	\$441,305.23
Trusteed funds in Rosewood case	\$4,145.03
Claim against Axis Reinsurance	Unknown

20. The Receiver is currently investigating what (if any) claims he holds against third parties.

WHEREFORE, the Receiver requests an Order authorizing the payment of compensation in the amount of \$68,999.60 for services rendered and \$54.36 for expenses incurred in this matter from January 1, 2019 through March 31, 2019.

Respectfully submitted,

/s/ Mark G. DeGiacomo

Mark G. DeGiacomo, Chapter 7 Receiver

Murtha Cullina, LLP

99 High Street, 20th Floor

Boston, MA 02110

(617) 451-4000 Telephone

(617) 482-3868 Facsimile

Dated: April 29, 2019

EXHIBIT A

STANDARDIZED FUND ACCOUNTING REPORT for (Biochemics, Inc. - Cash Basis)

Receivership; Civil Court Docket No.12-12324-MLW

Reporting Period 01/01/2019 to 03/31/2019

FUND ACCOUNTING (See Instructions):				
		Detail	Subtotal	Grand Total
Line 1	Beginning Balance (As of 01/01/2019):		0.00	0.00
	Increases In Fund Balance:			
Line 2	Business Income			
Line 3	Cash and Securities			
Line 4	Interest/Dividend Income	Interest	76.88	76.88
Line 5	Business Asset Liquidation Deposit Re:sale of asset		100,000.00	100,076.88
Line 6	Personal Asset Liquidation			
Line 7	Third-Party Litigation Income			
Line 8	Miscellaneous - Other US District Court Registry Funds	Registry	441,305.23	541,382.11
	Total Funds Available (Lines 1 - 8):			
	Decreases in Fund Balance:			
Line 9	Disbursements to Investors			
Line 10	Disbursements for Receivership Operations			
Line 10a	Disbursements to Receiver or Other Professionals Business	Disburse-	-80,847.11	
Line 10b	Asset Expenses	ment to		
Line 10c	Personal Asset Expenses	Receiver		
Line 10d	Investment Expenses			
Line 10e	Third-Party Litigation Expenses			
	1. Attorney Fees			
	2. Litigation Expenses			
	Total Third-Party Litigation Expenses			
Line 10f	Tax Administrator Fees and Bonds			
Line 10g	Federal and State Tax Payments			
	Total Disbursements for Receivership Operations			
Line 11	Disbursements for Distribution Expenses Paid by the Fund:			
Line 11a	Distribution Plan Development Expenses:			
	1. Fees:			
	Fund Administrator			
	Independent Distribution Consultant (IDC)			
	Distribution Agent			
	Consultants			
	Legal Advisers			
	Tax Advisers			
	2. Administrative Expenses			
	3. Miscellaneous			
	Total Plan Development Expenses			
Line 11b	Distribution Plan Implementation Expenses:			
	1. Fees:			
	Fund Administrator			
	IDC			
	Distribution Agent			
	Consultants			
	Legal Advisers			
	Tax Advisers			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan			
	Claimant Identification			
	Claims Processing			
	Web Site Maintenance/Call Center			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. Federal Account for Investor Restitution (FAIR) Reporting Expenses			
	Total Plan Implementation Expenses			
	Total Disbursements for Distribution Expenses Paid by the Fund			
Line 12	Disbursements to Court/Other:			
Line 12a	Investment Expenses/Court Registry Investment			
Line 12b	System (ORIS) Fees			
	Federal Tax Payments			
	Total Disbursements to Court/Other:			
Line 13	Total Funds Disbursed (Lines 9- 11):		-80,847.11	
	Ending Balance (As of 03/31/2019):			460,535.00

STANDARDIZED FUND ACCOUNTING REPORT for {Biochemics, Inc. - Cash Basis

Receivership; Civil Court Docket No.12-12324-MLW

Reporting Period 01/01/2019 to 03/31/2019

Line 14	Ending Balance of Fund - Net Assets:			
Line 14a	Cash & Cash Equivalents	Cash	460,535.00	460,535.00
Line 14b	Investments			
Line 14c	Other Assets or Uncleared Funds			
	Total Ending Balance of Fund - Net Assets			460,535.00

OTHER SUPPLEMENTAL INFORMATION:				
		Detail	Subtotal	Grand Total
Line 15	Report of Items NOT To Be Paid by the Fund:		nd:	
Line 15a	Disbursements for Plan Administration Expenses Not Paid by the Fund			
	Plan Development Expenses Not Paid by the Fund			
	1. Fees:			
	Fund Administrator			
	IDC			
	Distribution Agent			
	Consultants			
	Legal Advisers			
	Tax Advisers			
	2. Administrative Expenses			
	3. Miscellaneous			
	Total Plan Development Expenses Not Paid by the Fund	Fund		
Line 15b	Plan Implementation Expenses Not Paid by the Fund	nd:		
	1. Fees:			
	Fund Administrator			
	IDC			
	Distribution Agent			
	Consultants			
	Legal Advisers			
	Tax Advisers			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan			
	Claimant Identification			
	Claims Processing			
	Web Site Maintenance/Call Center			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. FAIR Reporting Expenses			
	Total Plan Implementation Expenses Not Paid by the Fund	the Fund		
Line 15c	Tax Administrator Fees & Bonds Not Paid by the Fund			
	Total Disbursements for Plan Administration Expenses Not Paid by the Fund	the Fund		
Line 16	Disbursements to Court/Other Not Paid by the Fund:	1:		
Line 16a	Investment Expenses/CRIS Fees			
Line 16b	Federal Tax Payments			
	Total Disbursements to Court/Other Not Paid by the Fund:	the Fund:		
Line 17	DC 8> State Tax Payments			
Line 18	No. of Claims:			
Line 18a	# of Claims Received This Reporting Period			
Line 18b	# of Claims Received Since Inception of Fund			
Line 19	No. of Claimants/Investors:			
Line 19a	# of Claimants/Investors Paid This Reporting Period			
Line 19b	# of Claimants/Investors Paid Since Inception of Fund			

Receiver:

By:

(signature)

Mark G. DeGiacomo

(printed name)

Receiver

(title)

April 18, 2019

Date:

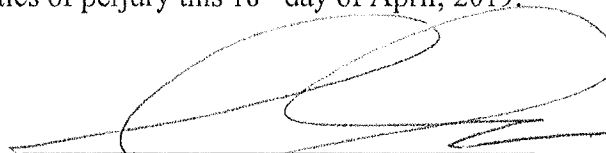
EXHIBIT B

CERTIFICATION OF RECEIVER

I, Mark G. DeGiacomo, do hereby certify to this Court as follows:

1. I have read this completed Fee Application (the "Application").
2. To the best of my knowledge, information and belief formed after reasonable inquiry, the Application and all fees and expenses sought therein are true and accurate and comply with the Billing Instructions For Receivers in Civil Actions Commenced by the U.S. Securities and Exchange Commission;
3. All fees sought in the Application are based on the rates listed in the fee schedule attached hereto and such fees are reasonable, necessary and commensurate with the skill and experience required for the activity performed;
4. I have not included in the amount for which reimbursement is sought the amortization of the cost of any investment, equipment or capital outlay (except to the extent that any such amortization is included within the permitted allowable amounts set forth herein for photocopies and facsimile transmission); and
5. In this Fee Application I am not seeking reimbursement for services which were justifiably purchased or contracted for from a third party (such as copying, imaging, bulk mail, messenger service, overnight courier, computerized research, or title and lien searches).
6. My firm is not making a profit on any reimbursable service.

SIGNED under the pains and penalties of perjury this 18th day of April, 2019.



MARK G. DEGIACOMO

EXHIBIT C

I. ASSET ANALYSIS – INTELLECTUAL PROPERTY

The primary assets in this case are the patents and related intellectual property owned by Biochemics and the patents and related intellectual property co-owned by Biochemics and Inpellis, Inc. (the “Intellectual Property”). As indicated in the Receiver’s Liquidation Plan, the Receiver has determined that he will get the most value from the Intellectual Property if he is able to sell it to a third party together with the related intellectual property owned by Inpellis.

The time covered in this section was spent in connection with what has become the rather complicated process of selling the Intellectual Property. This process has become very time consuming because of the actions taken by ADEC (and Biophysics Pharma, Inc.’s the proposed Buyer’s, reactions to those actions) in both this Court and the Bankruptcy Court. These actions have created delay and several amended proposals from BPI. The time covered by this section include the numerous meetings, long telephone calls and emails with the attorneys for BPI concerning the various drafts and re-drafts of an Asset Purchase Agreement, as well as communications with the Gordion Group concerning their employment as investment bankers.

Specifically the time includes reviewing and revising several drafts of the Asset Purchase Agreement, participating in a lengthy meeting with Trustee Aquino and BPI’s attorneys on March 5, 2019, long telephone conversations with the Trustee and BPI’s attorneys on January 18, 2019, January 31, 2019, February 4, 2019, February 5, 2019, February 6, 2019, February 14, 2019, February 28, 2019, March 8, 2019, March 9, 2019, March 11, 2019, March 24, 2019 and March 25, 2019 and several telephone calls and exchange of email correspondence with Liam

Ahern of the Gordion Group concerning the employment of Gordion Group as an investment banker .

II. ASSET MAINTENANCE

Prior to the appointment of the Receiver, Biochemics employed two Intellectual Property law firms to deal with all matters involving the maintenance of the Intellectual Property (the “IP Law Firms”). This Court has entered Orders approving the Receiver’s Motions to Employ the IP Law Firms (the “Motions to Employ”). As set out in the Motions to Employ, the fees for the IP Law Firms, as well as any costs related to the maintenance of the Intellectual Property, are being paid by Biophysics Pharma, Inc. (“BPI”).

The time covered by this section includes many telephone calls and exchange of email correspondence between the Receiver’s attorneys and the attorneys at the IP Law Firms as well as telephone calls and exchange of email correspondence with Attorney Jan Schlichtman concerning issues involving the various patents and the payment of all invoices and fees by BPI.

III. ASSET ANALYSIS (NON-IP)

This section contains time spent in connection with the analysis and liquidation of assets other than the Intellectual Property. Most of the time covered in this section was spent in connection with inquiries concerning the purchase of the trademark “Pain Freeze”. After consulting with the Receiver’s intellectual property attorney, it became clear that this trademark, while previously used by Biochemics, had entered the public domain and therefore was not available for sale. The Receiver’s counsel also followed up on the Receiver’s Motion to Approve the Landlord Settlement which will free up certain funds that are subject to a trustee process attachment.

IV. ADEC

ADEC is the largest creditor in the Inpellis bankruptcy case and has been very aggressive in both Bankruptcy Court and in the District Court. ADEC is allegedly owed approximately \$6 million for money invested in Inpellis in connection with its proposed initial public offering. ADEC's attorneys forwarded a Massachusetts General Laws Chapter 93A demand letter to the Receiver and several entities and individuals involved with Biochemics. ADEC filed in the District Court a Motion for Clarification of Order and a Motion for Relief from the Stay to proceed against the related parties. In the bankruptcy case, ADEC filed Motions to Conduct Rule 2004 Examinations of two of the individuals related to Biochemics.

Responsive pleadings were filed by several parties in connection with the ADEC Motions. Biochemics also filed in the District Court a Motion to Show Cause Why ADEC Should Not be Held in Contempt. The actions taken by ADEC have significantly complicated the negotiation of an Asset Purchase Agreement with BPI, which has resulted in many delays as BPI on several occasions, has reconsidered its approach to the purchase.

The time covered by this section includes time spent by the Receiver and his attorneys in connection with the actions taken by ADEC in both the Bankruptcy Court and in the District Court including the drafting of the Receiver's Opposition to the Motion for Stay, attending the February 19, 2019 and March 12, 2019 hearings in Bankruptcy Court, telephone calls and exchange of e-mail correspondence with Attorneys Martin Healy and Kathy Shields, attending a lengthy meeting on March 12, 2019 with Trustee Aquino and BPIs attorneys, many telephone calls and exchange of email correspondence with Trustee Aquino with attorneys for BPI and with attorneys Howard Cooper and Joseph Cacau (counsel to ADEC).

V. CASE ADMINISTRATION

The time spent on general case administration during the Application Period includes drafting the required Liquidation Plan, drafting the Motion to Approve Liquidation Plan, drafting the required Quarterly Report, telephone calls and exchange of e-mails with Attorneys Kathy Shields, David London and Therese Scheuer, telephone calls to District Court regarding status of pending motions, responding to many calls from Series E investors and other investors, calls regarding Delaware Franchise Tax, preparing the Receiver's First Quarterly Fee Application and researching issues concerning G-4 for technology which is purportedly owned by BPI.

EXHIBIT D

ASSET ANALYSIS (IP)

Client.Matter: 007615.0001

Invoice Number: 603894

MGD as Receiver

April 17, 2019

Biochemics, Inc. - Asset Analysis (IP)

PROFESSIONAL SERVICES

<u>Date</u>	<u>Atty</u>	<u>Description of Service</u>	<u>Hours</u>	<u>Amount</u>
1/02/19	MGD	E-mail exchange with Attorney Jan Schlichtmann	.40	208.00
1/03/19	MGD	Prepare for call and conference call with Attorneys Sternklar, Farrell and Schlichtman	1.20	624.00
1/03/19	MGD	E-mail exchange with Liam Ahearn at Gordian	.30	156.00
1/09/19	MGD	Call from Attorney Jeff Sternklar re next steps	.60	312.00
1/10/19	MGD	Call with Trustee Aquino	.70	364.00
1/10/19	MGD	E-mail to Liam Ahern	.30	156.00
1/15/19	MGD	Call with Attorney Jeff Sternklar	.70	364.00
1/16/19	MGD	E-mail to Attorney John Aquino re Gordian telephone call	.30	156.00
1/16/19	MGD	Prepare for telephone call and call with Gordian	.90	468.00
1/17/19	MGD	Telephone call with Attorney Jeff Sternklar	.70	364.00
1/17/19	MGD	E-mail to Attorney Jeff Sternklar re possible conference call	.30	156.00
1/18/19	MGD	Call with Attorneys Sternklar, Schlichtmann and Glossband	.80	416.00
1/18/19	MGD	E-mail exchange with Trustee Aquino	.30	156.00
1/18/19	TXG	Conference call with Receiver, Jan Schlichtmann, Esq., Jeffrey Sternklar, Esq., and Daniel Glosband regarding update on discussions with Trustee re APA and ADEC Motion	.80	332.00
1/18/19	TXG	Telephone conference with Receiver regarding ADEC Motion and stalking horse bid	.20	83.00
1/22/19	MGD	E-mail to Trustee Aquino re possible call with ADEC tomorrow	.20	104.00
1/22/19	MGD	Call from Trustee Aquino re possible offer for IP	.50	260.00
1/24/19	MGD	Call with Attorney Jeff Sternklar	.70	364.00
1/25/19	TXG	Reviewed correspondence from Jeffrey Sternklar, Esq. regarding Inpellis offer	.20	83.00
1/28/19	MGD	Call from Attorney Jeff Sternklar re offer forwarded to me	.80	416.00
1/30/19	MGD	Review Offer forwarded by Attorney Schlichtmann	.70	364.00
1/30/19	MGD	E-mail exchange with Liam Ahern of Gordian Group re status of their review	.30	156.00
1/30/19	MGD	Call to Trustee Aquino re BPI offer	.20	104.00
1/30/19	MGD	Call to Attorney Jeff Sternklar	.80	416.00
1/30/19	TXG	Reviewed correspondence from Receiver regarding information requested from Gordian Group	.10	41.50
1/31/19	MGD	Call to Trustee Aquino	1.20	624.00
1/31/19	TXG	Exchanged correspondence with Elizabeth Galletta, Esq. regarding information requested by Gordian Group	.30	124.50
2/01/19	MGD	E-mail exchange with Liam Ahern re G4	.40	208.00
2/01/19	MGD	Telephone call with Attorney Sternklar re offer	.60	312.00
2/04/19	MGD	E-mail exchange with Trustee Aquino re offer and telephone call with Gordian Group	.40	208.00
2/04/19	MGD	Prepare for call with Trustee Aquino re offer and Bid Procedure	.90	468.00
2/04/19	MGD	Long conference call with Trustee Aquino	1.70	884.00

Client.Matter: 007615.0001

Invoice Number: 603894

MGD as Receiver

April 17, 2019

Biochemics, Inc. - Asset Analysis (IP)

<u>Date</u>	<u>Atty</u>	<u>Description of Service</u>	<u>Hours</u>	<u>Amount</u>
2/04/19	MGD	Telephone call from Attorney Jeff Sternklar re offer	.60	312.00
2/05/19	MGD	Call from Attorneys Schlichtmann and Sternklar re call with Attorney Cooper	.90	468.00
2/05/19	MGD	Call from Trustee Aquino	.70	364.00
2/06/19	MGD	Prepare for call with Attorneys Sternklar and Trustee Aquino	.60	312.00
2/06/19	MGD	Long telephone call with Attorneys Sternklar and Trustee Aquino re APA	2.40	1,248.00
2/06/19	MGD	Follow up telephone call with Attorneys Sternklar and Schlichtmann re APA and Rule 2004 issue	.80	416.00
2/07/19	MGD	Review Gordian proposal and prepare for call	.60	312.00
2/07/19	MGD	Telephone call with Trustee Aquino and Gordian Group	.90	468.00
2/07/19	MGD	E-mail to Attorney Jeffrey Sternklar re permission to provide Gordian with G-4 material	.40	208.00
2/07/19	TXG	Telephone conference with Receiver regarding status of negotiations on offer by Masiz Group	.30	124.50
2/12/19	TXG	Reviewed correspondence regarding APA from Masiz group	.20	83.00
2/13/19	MGD	E-mail exchange with Trustee Aquino re revised APA	.30	156.00
2/13/19	TXG	Reviewed proposed Asset Purchase Agreement and Bidding Procedures	.40	166.00
2/14/19	MGD	Review revised APA and Bid Procedures	1.00	520.00
2/14/19	MGD	Call with Trustee Aquino re revised APA and Bid Procedures	1.40	728.00
2/14/19	MGD	Call with Attorney Jeff Sternklar re revised APA	.40	208.00
2/14/19	TXG	Telephone conference with Receiver regarding APA and Inpellis Motion	.20	83.00
2/19/19	MGD	E-mail to Attorney Jeff Sternklar re APA issue with Trustee Aquino	.30	156.00
2/20/19	MGD	Call to Attorney Jeff Sternklar re next steps re APA	.30	156.00
2/20/19	MGD	Call with Trustee Aquino	.80	416.00
2/26/19	MGD	Call with Trustee Aquino re telephone call with Gordian and APA	.40	208.00
2/26/19	MGD	E-mail exchange with Gordian re latest proposal	.20	104.00
2/27/19	MGD	E-mail exchange with Trustee Aquino and Gordian Group re latest proposal	.40	208.00
2/27/19	MGD	Call to Attorney Jeff Sternklar re APA and Opposition to ADAC Motion	.60	312.00
2/27/19	MGD	E-mail to Attorney Don Farrell and Trustee Aquino re latest version of APA	.40	208.00
2/28/19	MGD	Review latest versions of APA and Bid Procedures in preparation for telephone call	1.30	676.00
2/28/19	MGD	Conference call with Trustee Aquino and Attorney Don Farrell re revisions to APA and Bid Procedures	1.60	832.00
2/28/19	MGD	E-mail to Attorney Jeff Sternklar re meeting to discuss APA	.20	104.00
3/01/19	MGD	E-mail to Gordian Group re G-4	.30	156.00
3/01/19	MGD	Prepare for call with Gordian Group and Trustee Aquino	.70	364.00
3/01/19	MGD	Call with Gordian Group and Trustee Aquino re engagement	.90	468.00

Client.Matter: 007615.0001

Invoice Number: 603894

MGD as Receiver

April 17, 2019

Biochemics, Inc. - Asset Analysis (IP)

<u>Date</u>	<u>Atty</u>	<u>Description of Service</u>	<u>Hours</u>	<u>Amount</u>
3/01/19	MGD	E-mail to Liam Ahern re assets to be sold	.30	156.00
3/01/19	TXG	Telephone call from Receiver regarding status of APA with Masiz Group	.10	41.50
3/05/19	MGD	Prepare for meeting	1.40	728.00
3/05/19	MGD	Meet with Trustee Aquino, Attorneys Farrell, Sternklar and Schlichtmann	2.60	1,352.00
3/05/19	MGD	Call from Liam Ahern	.40	208.00
3/06/19	MGD	Call to Attorney Jeff Sternklar re yesterday's meeting re APA	.70	364.00
3/06/19	MGD	Call to Trustee Aquino re yesterday's meeting re APA	.80	416.00
3/07/19	MGD	Call with Attorney Jeff Sternklar re new "clean" APA	.80	416.00
3/07/19	MGD	Call from Attorney Roger Swait (counsel to Gordian Group) re engagement letter	.40	208.00
3/08/19	MGD	Review latest version of APA as drafted by Attorney Schlichtmann	.90	468.00
3/08/19	MGD	Call with Attorney Jeffrey Sternklar re APA	.60	312.00
3/08/19	MGD	Long telephone call with Trustee Aquino and Attorney Don Farrell re problems with revised APA	1.60	832.00
3/08/19	MGD	Call with Attorney Jeffrey Sternklar re issues with APA	.70	364.00
3/08/19	TXG	Correspondence to Receiver regarding intellectual property owned by Biochemics and Inpellis to be listed in APA	.10	41.50
3/09/19	MGD	Call with Trustee Aquino and Attorneys Sternklar, Farrell, Schlichtmann and Glossban re APA	1.80	936.00
3/09/19	MGD	Calls from Attorneys Sternklar, Schlichtmann and Glossban re new proposal	.60	312.00
3/10/19	MGD	Review APA with new proposal	.80	416.00
3/10/19	MGD	Review e-mails among attorneys re new proposal	.40	208.00
3/11/19	MGD	E-mail exchange with Liam Ahern re Gordian engagement letter	.20	104.00
3/11/19	MGD	Telephone call with Trustee Aquino and Attorney Don Farrell re new APA	2.10	1,092.00
3/11/19	MGD	Telephone call with Trustee Aquino and Attorneys Farrell, Sternklar and Glosban	1.80	936.00
3/11/19	TXG	Reviewed multiple correspondence regarding revised bid	.50	207.50
3/12/19	MGD	Review new revised draft of APA	.60	312.00
3/12/19	TXG	Reviewed revised APA	.30	124.50
3/13/19	MGD	Call to Attorney Jeff Sternklar re payment of 20% royalty	.70	364.00
3/13/19	MGD	Call with Trustee Aquino	.60	312.00
3/14/19	MGD	Call from Attorney Jeff Sternklar re method to pay 20%	.40	208.00
3/14/19	TXG	Telephone conference with Receiver regarding Biochemics tax filings and update on APA efforts	.60	249.00
3/15/19	MGD	E-mail exchange with Liam Ahern re engagement letter	.30	156.00
3/15/19	MGD	E-mail to Attorney Jeffrey Sternklar re revised APA	.20	104.00
3/15/19	MGD	Review of revised APA	1.10	572.00
3/15/19	MGD	Call from Attorney Jeffrey Sternklar re revised APA	.40	208.00

Client.Matter: 007615.0001

Invoice Number: 603894

MGD as Receiver

April 17, 2019

Biochemics, Inc. - Asset Analysis (IP)

<u>Date</u>	<u>Atty</u>	<u>Description of Service</u>	<u>Hours</u>	<u>Amount</u>
3/15/19	JAB	Complete paperwork to obtain \$100,000 deposit re sale of assets	.30	45.00
3/18/19	MGD	Long telephone call from Trustee Aquino re 20% payment in APA	1.60	832.00
3/18/19	MGD	Review Gordian proposed engagement letter	.80	416.00
3/18/19	MGD	Call to Attorney Jeffrey Sternklar re my revisions to the APA	.30	156.00
3/19/19	MGD	Call with Attorney Jeffrey Sternklar re APA and Rule 2004 Order	.40	208.00
3/20/19	MGD	Call to Attorney Jeffrey Sternklar	.40	208.00
3/20/19	MGD	E-mail exchange with Liam Ahern	.30	156.00
3/21/19	MGD	Call to Trustee Aquino	.30	156.00
3/24/19	MGD	Calls with Attorneys Schlichtmann, Glosban and Sternklar re new proposal	1.20	624.00
3/25/19	MGD	Call from Trustee Aquino	1.20	624.00
3/25/19	MGD	Review e-mail from Attorney Jan Schlichtmann re withdrawal of offer	.30	156.00
3/27/19	MGD	Call from Attorney Jeff Sternklar	.70	364.00
3/27/19	MGD	E-mail from Liam Ahern	.30	156.00
3/28/19	MGD	E-mail exchange with Attorney Jeff Sternklar re scheduling meeting	.40	208.00
3/29/19	MGD	E-mail with Attorney Sternklar re next meeting re new proposal	.40	208.00
Total			72.70	\$ 37,241.50

ASSET MAINTENANCE

MURTHACULLINA

Client.Matter: 007615.0004
 MGD as Receiver
 Biochemics - Asset Maintenance

Invoice Number: 602383
 April 17, 2019

PROFESSIONAL SERVICES

<u>Date</u>	<u>Atty</u>	<u>Description of Service</u>	<u>Hours</u>	<u>Amount</u>
1/03/19	TXG	Reviewed correspondence from Ann Marie Mahan regarding Lemack invoice	.10	41.50
1/04/19	TXG	Reviewed correspondence from Sunstein Law Firm regarding petition grant for the combination drug and substitute inventor statements (.2); correspondence with Jan Schlichtmann, Esq. regarding same (.1)	.30	124.50
1/07/19	TXG	Reviewed invoice from Nields Lemack and correspondence to Jan Schlichtmann, Esq. regarding same	.20	83.00
1/07/19	TXG	Correspondence with Christopher Lacenere, Esq. regarding substitute statements from inventors	.10	41.50
1/08/19	EAG	Review of correspondence from patent attorney regarding pending patent matters; discussion with T. Garg concerning ownership matters of certain IP assets	.50	215.00
1/08/19	TXG	Telephone conference with Elizabeth Galletta, Esq. regarding patent abandonment and G4 review	.50	207.50
1/09/19	EAG	Receive and review correspondence from patent attorneys concerning upcoming deadlines; review of patent family related to requesting reexamination for Canadian application; prepare and send email to patent attorney with inquiry pertaining status of Canadian application in view of abandonment of related US application; discuss matter with T. Garg	1.00	430.00
1/09/19	TXG	Exchanged numerous correspondence with Christopher Lacenere, Esq. and Elizabeth Galletta, Esq. regarding numerous IP matters	.80	332.00
1/10/19	EAG	Receive and review email from patent attorney and recommendations regarding abandonment of Canadian application; prepare and send email to T. Garg with comments on email from patent attorney	.30	129.00
1/11/19	TXG	Reviewed correspondence from Christopher Lacenere, Esq. regarding abandonment	.10	41.50
1/14/19	TXG	Reviewed correspondence from Jan Schlichtmann, Esq. regarding substitute statements of Kozwicz and Patel for patents	.10	41.50
1/15/19	TXG	Correspondence with Christopher Lacenere, Esq. regarding substitute statements; correspondence with Receiver regarding abandonment	.20	83.00
1/16/19	EAG	Receive and review email from patent attorneys with information concerning pending application; no action required on behalf of Biochemics	.20	86.00
1/17/19	TXG	Reviewed Sunstein invoices and correspondence to Jan Schlichtmann, Esq. regarding same	.20	83.00
1/18/19	TXG	Reviewed correspondence from Jan Schlichtmann, Esq. regarding abandonment of Canadian application (.1); correspondence to Christopher Lacenere regarding same (.2)	.30	124.50
1/23/19	TXG	Reviewed correspondence from Ann Marie Mahan regarding invoice for Lemack firm	.20	83.00
1/24/19	TXG	Reviewed correspondence from Nields Lemack regarding dermal elastics renewal	.10	41.50

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<u>Date</u>	<u>Atty</u>	<u>Description of Service</u>	<u>Hours</u>	<u>Amount</u>
1/25/19	TXG	Reviewed correspondence from Attorney Christopher Lacenere regarding patent application granted from European patent office	.10	41.50
1/26/19	EAG	Receive and review email from Sunstein Law Firm concerning patent grant in EP and review Sunstein recommendations regarding same (.1); prepare and send email to T. Garg with comments on Sunstein's email and recommendations to proceed (.2)	.30	129.00
2/01/19	TXG	Reviewed correspondence from Christopher Lacenere, Esq. regarding issuance of completion of filing requirements	.10	41.50
2/04/19	TXG	Reviewed correspondence from Ann Marie Mahan regarding Nields Lemack invoice	.10	41.50
2/13/19	EAG	Receive and review list of upcoming deadlines for annuity payments on foreign applications and patents owned by Biochemics/Inpellis (.3); prepare and send email to T. Garg with information regarding such payments together with recommendation of non-payment of European patent application corresponding to abandoned Canadian and US applications (.3); prepare and send email to J. Schlichtmann requesting instructions on payment of fees and validation of European patent application (.5)	1.10	473.00
2/13/19	TXG	Reviewed correspondence from Sunstein Law Firm regarding annuities due for patents (.1); correspondence with Elizabeth Galletta, Esq. regarding same (.2)	.30	124.50
2/14/19	EAG	Prepare and send instructions to patent counsel regarding payment of fees and validation of countries for European patent	.30	129.00
2/14/19	TXG	Reviewed correspondence from Elizabeth Galletta, Esq. regarding validation of patents in European countries	.20	83.00
2/19/19	EAG	Receive and review suggestions from Biochemics regarding annuities (.2); prepare and send email to patent firm with instructions regarding annuities (.2)	.40	172.00
2/19/19	TXG	Correspondence with Elizabeth Galletta, Esq. regarding IP maintenance issues	.30	124.50
2/20/19	TXG	Reviewed correspondence from Christopher Lacenere, Esq. regarding European patent	.10	41.50
2/21/19	EAG	Received and reviewed correspondence regarding grant and note that no action is currently needed on Biochemics' end	.20	86.00
2/21/19	TXG	Reviewed correspondence from Bruce Sunstein, Esq. regarding Sunstein invoices (.1); correspondence to Jan Schlichtmann, Esq. regarding same (.2)	.30	124.50
2/27/19	EAG	Prepare and send reminder to Biochemics' attorney regarding upcoming deadlines to pay annuities; (.2) receive comments from Biochemics' attorney and provide confirmatory response of receiving same (.2)	.40	172.00
2/27/19	TXG	Reviewed correspondence regarding annuity and upcoming deadlines on IP matters	.20	83.00
2/28/19	EAG	Prepare and send email to Biochemics' attorney requesting clarification on payment of fees related to application in which other related applications had been abandoned	.20	86.00
2/28/19	TXG	Reviewed correspondence regarding US and Canadian patents	.20	83.00

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<u>Date</u>	<u>Atty</u>	<u>Description of Service</u>	<u>Hours</u>	<u>Amount</u>
3/01/19	EAG	Prepare and send email to Biochemics' attorney confirming instructions regarding payment of fees associated with foreign patent assets; (.2) prepare and send email to patent attorneys concerning payment of fees; (.1) receive and review email from patent attorneys concerning need for advance of money to pay fees (.1); discussion of advance payment with T. Garg (.1)	.50	215.00
3/01/19	TXG	Reviewed multiple correspondence from Elizabeth Galletta, Esq. regarding preservation of patents (.2); reviewed correspondence from Jan Schlichtmann, Esq. regarding Dr. Dog trademark (.2); reviewed correspondence from Ann Marie Mahan regarding Derma-release trademark (.1) and correspondence to Jan Schlichtmann regarding same (.1)	.60	249.00
3/04/19	EAG	Receive and review email from patent attorneys regarding upcoming deadlines to pay fees and request for advance of fees and discuss same with T. Garg	.20	86.00
3/04/19	TXG	Coordinated payment to Sunstein Law Firm regarding maintenance fees for patent application	.30	124.50
3/05/19	EAG	Receive and review correspondence from attorneys concerning trademark matters (.2); review of status of trademark registration (.2); prepare and send email to T. Garg regarding same and indicate no action is needed on our part (.2)	.60	258.00
3/05/19	TXG	Telephone conference with Receiver regarding Order on ADEC Motions and payment to Sunstein	.30	124.50
3/05/19	TXG	Coordinated payment to Sunstein for maintenance of patents	.30	124.50
3/05/19	TXG	Reviewed correspondence from Ann Marie Mahan regarding trademark matters	.20	83.00
3/11/19	EAG	Receive and review deadlines chart prepared by Sunstein; discussion of deadlines with T. Garg (.1); receive and review reporting letter from Sunstein concerning filed response to restriction requirement (.2)	.30	129.00
3/11/19	TXG	Telephone conference with Bruce Sunstein, Esq. regarding IP maintenance fee (.3); numerous correspondence regarding same (.5)	.80	332.00
3/11/19	TXG	Telephone call to Jan Schlichtmann regarding Sunstein fee	.10	41.50
3/11/19	TXG	Telephone conference with Receiver regarding payments to Sunstein	.40	166.00
3/11/19	TXG	Exchanged numerous correspondence with Elizabeth Galletta, Esq. regarding Sunstein deadlines	.30	124.50
3/15/19	TXG	Reviewed correspondence from Sunstein regarding outstanding invoice (.2); correspondence with Jan Schlichtmann, Esq. regarding same (.2)	.40	166.00
3/18/19	TXG	Exchanged correspondence with Jan Schlichtmann, Esq. regarding Sunstein fees	.10	41.50
3/19/19	EAG	Receive and review correspondence from patent attorneys regarding upcoming deadlines and discuss same with T. Garg	.30	129.00
3/19/19	TXG	Telephone conference with Receiver regarding status of sale discussions and outstanding IP issues	.30	124.50

Client.Matter: 007615.0004
 MGD as Receiver
 Biochemics - Asset Maintenance

Invoice Number: 602383
 April 17, 2019

<u>Date</u>	<u>Atty</u>	<u>Description of Service</u>	<u>Hours</u>	<u>Amount</u>
3/19/19	TXG	Exchanged numerous correspondence with Elizabeth Galletta, Esq. regarding IP handled by Sunstein	.40	166.00
3/19/19	TXG	Exchanged correspondence with Jan Schlichtmann, Esq. regarding status of payments to Sunstein	.20	83.00
3/19/19	TXG	Email correspondence to Jeffrey Sternklar, Esq. regarding outstanding fees due Sunstein	.20	83.00
3/20/19	EAG	Attend to review of upcoming deadlines (.3); review of correspondence regarding office actions (.5); prepare and send email to patent attorneys with request for information and proposal of way forward and request for comments on same (.3)	1.10	473.00
3/20/19	TXG	Reviewed correspondence from Jan Schlichtmann, Esq. regarding payments to Sunstein	.30	124.50
3/20/19	TXG	Exchanged correspondence with Sunstein Law Firm requesting reporting letter (.2); exchanged correspondence with Elizabeth Galletta, Esq. regarding same (.2)	.40	166.00
3/20/19	TXG	Reviewed correspondence from Attorney Christopher Lacenere regarding response to ibuprofen for topical administration application (.2); exchanged correspondence with Elizabeth Galletta, Esq. regarding same (.2)	.40	166.00
3/21/19	EAG	Review of incoming emails from patent attorney regarding upcoming deadlines (.4); attend to exchanging correspondence with T. Garg and Biochemics' attorney regarding upcoming deadlines (.4)	.80	344.00
3/21/19	TXG	Reviewed multiple correspondence between Elizabeth Galletta, Esq. regarding final office action and recommended next steps for IP maintenance	.40	166.00
3/22/19	TXG	Reviewed correspondence from Christopher Lacenere, Esq. regarding application for VALE II	.20	83.00
3/24/19	EAG	Receive and review correspondence from patent attorneys regarding office action in US application and prepare and send email to attorneys requesting cost estimate	.20	86.00
3/25/19	TXG	Reviewed and exchanged multiple correspondence with Elizabeth Galletta, Esq. regarding actions on patent applications (.2) and reviewed correspondence from Attorney Christopher Lacenere (.1)	.30	124.50
3/28/19	EAG	Prepare and send email to Biochemics' counsel with information pertaining to new office action issued in US patent application (.2); advise counsel of deadlines and request instructions on how to proceed (.1)	.30	129.00
3/31/19	EAG	Review correspondence regarding pending patent application and office action regarding same	.50	215.00
Total			21.70	\$ 9,151.00

ASSET ANALYSIS (NON-IP)

MURTHACULLINA

Client.Matter: 007615.0002
 MGD as Receiver
 Biochemics - Asset Analysis (Non-IP)

Invoice Number: 602381
 April 17, 2019

PROFESSIONAL SERVICES

<u>Date</u>	<u>Atty</u>	<u>Description of Service</u>	<u>Hours</u>	<u>Amount</u>
1/02/19	TXG	Reviewed correspondence from Kevin Lemack, Esq. regarding Pain Freeze trademark	.20	83.00
1/07/19	TXG	Reviewed issue regarding Pain Freeze with Jan Schlichtmann, Esq.	.30	124.50
1/14/19	TXG	Exchanged email correspondence with Marc Lieberman, Esq. regarding Pain Freeze	.30	124.50
1/22/19	MGD	Reviewed status of Pain Freeze trademark registration to determine viability of maintaining registration (.2); conference with Taruna Garg regarding residual common law rights to Pain Freeze (.1)	.30	156.00
1/22/19	MGD	Reviewed correspondence from Kevin Lemack, Esq. regarding renewal of trademark	.20	104.00
1/22/19	TXG	Telephone conference with Attorney Marc Lieberman regarding Pain Freeze (.3); telephone conference with Andy Corea, Esq. regarding same (.4)	.70	290.50
2/04/19	TXG	Exchanged correspondence with Attorney David Baker regarding status of landlord settlement approval re trustee processed funds	.20	83.00
2/05/19	TXG	Exchanged correspondence with Attorney Marc Lieberman regarding trademark	.20	83.00
2/06/19	EAG	Review description of G-4 technology and email T. Garg regarding same (.2); receive and review email from T. Garg with inquiry regarding ownership of painfreeze.com (.3); research ownership of painfreeze.com and provide information to T. Garg (.2)	.70	301.00
2/06/19	TXG	Exchanged correspondence with Attorney Marc Lieberman regarding interest in purchasing assets and Pain Freeze trademark	.40	166.00
2/06/19	TXG	Reviewed correspondence from Elizabeth Galletta, Esq. regarding Pain Freeze domain name (.2); correspondence to Jan Schlichtmann, Esq. regarding same (.1)	.30	124.50
2/12/19	TXG	Reviewed correspondence from Ann Marie Mahan and Jan Schlichtmann, Esq. regarding trademark renewal issue	.30	124.50
2/13/19	TXG	Reviewed correspondence from Jan Schlichtmann, Esq. regarding trademark	.10	41.50
Total			4.20	\$ 1,806.00

ADEC

Client.Matter: 007615.0006
 MGD as Receiver
 Biochemics, Inc. - ADEC

Invoice Number: 603890
 April 17, 2019

PROFESSIONAL SERVICES

<u>Date</u>	<u>Atty</u>	<u>Description of Service</u>	<u>Hours</u>	<u>Amount</u>
1/02/19	JMH	Review ADEC Stay Relief Motion	.40	120.00
1/02/19	TXG	Reviewed numerous correspondence regarding ADEC filing of Relief from Stay Motion	.30	124.50
1/03/19	MGD	Call from Martin Healy at SEC re Reply to ADEC Motion	.30	156.00
1/03/19	TXG	Conference call with Attorneys Sternklar, Schlichtmann and Aquino regarding ADEC Motion	.70	290.50
1/03/19	TXG	Telephone conference with Receiver regarding ADEC Motion	.30	124.50
1/07/19	TXG	Telephone calls to Jan Schlichtmann, Esq. regarding ADEC Motion	.20	83.00
1/07/19	TXG	Reviewed Motion for Extension of Time filed by SEC and Order entered by court on ADEC Motion (.1); reviewed correspondence from Jan Schlichtmann, Esq. proposing joinder and conference with Receiver regarding same (.2)	.30	124.50
1/07/19	TXG	Prepared ADEC demand letter demanding withdrawal of its 93A letter and reviewed case law concerning 93A demand and stay violation	1.40	581.00
1/08/19	MGD	Call from Attorney Jeff Sternklar re demand for withdrawal of ADEC Ch. 93A letter	.40	208.00
1/08/19	MGD	Draft letter to Attorney Howard Cooper	.30	156.00
1/08/19	TXG	Numerous telephone conferences with Jan Schlichtmann, Esq. regarding motion for extension	.40	166.00
1/08/19	TXG	Reviewed motion to extend deadline for response to ADEC motion prepared by Jan Schlichtmann, Esq. and reviewed correspondence regarding same	.40	166.00
1/08/19	TXG	Revised ADEC letter and correspondence to Receiver regarding same	.40	166.00
1/09/19	TXG	Prepared, finalized and served Motion to Extend Time to respond to ADEC Motion; correspondence with counsel regarding same	.60	249.00
1/10/19	MGD	E-mail exchange with Attorney Jeff Sternklar re ADEC Motion	.30	156.00
1/10/19	MGD	Complete Demand Letter	.30	156.00
1/10/19	MGD	E-mail exchange with Attorney Kathy Shields re Opposition to ADEC Motion	.20	104.00
1/11/19	MGD	Review ADEC Rule 2004 Motion and related emails	.80	416.00
1/15/19	TXG	Reviewed correspondence from Jeffrey Sternklar, Esq. regarding Motion to Extend filed in Inpellis bankruptcy	.10	41.50
1/15/19	TXG	Reviewed response letter from ADEC regarding letter from receiver	.20	83.00
1/23/19	MGD	Short call with Trustee Aquino and ADEC	.70	364.00
1/25/19	MGD	E-mail exchange with Attorney Howard Cooper re call	.40	208.00
1/28/19	TXG	Prepared Objection to ADEC Motion and correspondence with Receiver regarding same (1.9); reviewed draft Objection from Jan Schlichtmann, Esq. (.4)	2.30	954.50
1/29/19	MGD	Call with TG re Opposition to Motion to Stay	.60	312.00
1/30/19	JAB	Revisions to First Quarterly Status Report and Exhibit A and Objection to Motion for Relief ADEC and finalize same	1.50	225.00

Client.Matter: 007615.0006
 MGD as Receiver
 Biochemics, Inc. - ADEC

Invoice Number: 603890
 April 17, 2019

<u>Date</u>	<u>Atty</u>	<u>Description of Service</u>	<u>Hours</u>	<u>Amount</u>
1/30/19	MGD	Prepare Opposition	.70	364.00
1/30/19	MGD	Review Masiz Opposition to ADEC Motion for Relief from Stay	.40	208.00
1/30/19	MGD	Call from Attorney Jan Schlichtmann re Opposition	.60	312.00
1/30/19	MGD	Long telephone call with Attorney Howard Cooper	.90	468.00
1/30/19	TXG	Exchanged correspondence with Jennifer Babula regarding filing of Objection to ADEC Motion and filing Quarterly Report	.20	83.00
1/30/19	TXG	Exchanged telephone calls with Receiver regarding Objection to ADEC Motion	.30	124.50
1/31/19	MGD	Reviewed correspondence from Joseph Cacace, Esq. regarding Motion to File Reply to ADEC Motion	.20	104.00
2/01/19	MGD	E-mail exchange with Attorney Joseph Cacace re ADEC Motion	.20	104.00
2/01/19	MGD	Reviewed correspondence from several parties regarding request by ADEC to file Reply	.20	104.00
2/04/19	MGD	Review draft of Masiz Motion for Sanctions	.70	364.00
2/04/19	MGD	E-mail exchange with Attorney Jan Schlichtmann re conference on Motion for Sanctions	.40	208.00
2/04/19	TXG	Reviewed correspondence from Jan Schlichtmann, Esq. regarding Order to Show Cause and further correspondence regarding same	.30	124.50
2/08/19	MGD	Review ADAC Reply Brief re Motion for Relief	.60	312.00
2/08/19	TXG	Telephone conference with Receiver regarding ADEC Reply and negotiations for sale	.30	124.50
2/08/19	TXG	Reviewed ADEC Reply to Motion for Relief from Stay and correspondence to Receiver regarding same	.40	166.00
2/12/19	TXG	Reviewed filings in Inpellis matter	.20	83.00
2/15/19	MGD	E-mail to Trustee Aquino re Tuesday's hearing	.30	156.00
2/15/19	MGD	Conference call with Trustee Aquino	1.10	572.00
2/15/19	MGD	Telephone call with Attorney Jeffrey Sternklar re hearing	.60	312.00
2/18/19	MGD	E-mail exchange with Attorney Jeff Sternklar re tomorrow's Bankruptcy Court hearing	.40	208.00
2/18/19	MGD	E-mail exchange with Trustee Aquino re Bankruptcy Court hearing	.30	156.00
2/18/19	MGD	Reviewed Motion to Continue Hearing filed in Inpellis matter	.20	104.00
2/19/19	JMH	Call with Trustee to discuss recent developments and hearing on Rule 2004 Motion and review pleadings relating to same	.80	240.00
2/19/19	JMH	Prepare for hearing (1.5) and attend hearing in Bankruptcy Court concerning ADEC's Motion for Rule 2004 Examination (2.1) and discussion with multiple parties before and after hearing re: same (.4)	4.00	1,200.00
2/19/19	JMH	Call with Receiver following hearing to provide update re: same and discuss next steps	.50	150.00
2/19/19	MGD	Telephone conference with Jonathan Horne, Esq. regarding hearing on Inpellis motion (.2); reviewed Objection filed by ADEC to Motion to Continue (.2)	.40	208.00
2/19/19	MGD	Call with JMH re outcome of today's Bankruptcy Court hearing	.40	208.00

Client.Matter: 007615.0006
 MGD as Receiver
 Biochemics, Inc. - ADEC

Invoice Number: 603890
 April 17, 2019

<u>Date</u>	<u>Atty</u>	<u>Description of Service</u>	<u>Hours</u>	<u>Amount</u>
2/21/19	MGD	Review e-mails from several attorneys re Emergency Motion to Clarify USDC Order	.30	156.00
2/22/19	MGD	Reviewed Motion filed by ADEC to expedite consideration of Motion for Clarification of Receivership Order and Opposition regarding same	.40	208.00
2/22/19	MGD	Call from Attorney Jeff Sternklar re proposed Joint Motion re District Court Stay	.60	312.00
2/22/19	MGD	Call from Chris Carlis (Alexander Capital)	.50	260.00
2/25/19	TXG	Reviewed Order regarding Inpellis Motion	.10	41.50
2/26/19	MGD	E-mail exchange with SEC re Response to Motion filed by ADEC with FDC	.20	104.00
2/26/19	MGD	Call from Attorney Jeff Sternklar re ADAC pending Motion in FDC	.60	312.00
2/26/19	MGD	Call with SEC re filing Opposition	.40	208.00
2/26/19	MGD	Review ADAC filings with USDC	.60	312.00
2/26/19	TXG	Conference call with Kathleen Shields, Esq. and David London, Esq. regarding response to ADEC motion; telephone conference with Receiver regarding same	.50	207.50
2/27/19	MGD	Draft Receiver's Response to Motion for Clarification	.40	208.00
2/27/19	TXG	Prepared response to ADEC motion for clarification; telephone conference with receiver regarding same	.80	332.00
2/28/19	TXG	Revised and finalized Response to ADEC Motion for Clarification (.4); reviewed Responses filed by SEC, Biochemics and Masiz entities (.3)	.70	290.50
3/01/19	MGD	E-mail exchange with Attorney Elizabeth Bresnahan re ADEC Response to Oppositions	.20	104.00
3/01/19	MGD	Review ADEC Consolidated Reply to Oppositions	.40	208.00
3/01/19	TXG	Reviewed correspondence regarding ADEC request to file reply	.20	83.00
3/04/19	MGD	Review transcript of hearing before Judge Feeney	.90	468.00
3/05/19	MGD	Review Court Order re ADEC Motion	.30	156.00
3/05/19	TXG	Reviewed Order entered by District Court regarding Motions filed by Masiz Group and ADEC	.30	124.50
3/12/19	MGD	Call with Trustee Aquino re today's hearing	.70	364.00
3/12/19	MGD	Prepare for hearing	1.10	572.00
3/12/19	MGD	Attend hearing	2.20	1,144.00
3/12/19	MGD	Post hearing meeting with Trustee Aquino and SEC	.60	312.00
3/12/19	MGD	Post hearing meeting re APA with Trustee Aquino, Attorneys Sternklar, Schlichtmann and Farrell	5.70	2,964.00
3/12/19	TXG	Reviewed Affidavit filed by ADEC in Opposition to Order to Show Cause and Attorneys Fees Request	.20	83.00
3/14/19	MGD	Review transcript of March 12 hearing	.70	364.00
3/19/19	JMH	Review bankruptcy court's Order on Rule 2004 Examination Motion	.20	60.00
3/19/19	MGD	Reviewed Order on Rule 2004 examinations regarding Inpellis	.20	104.00
3/19/19	MGD	Review Judge Feeney's Order re Rule 2004 Motions and Report of Masiz filed with USDC	.40	208.00

MURTHACULLINA

Client.Matter: 007615.0006
 MGD as Receiver
 Biochemics, Inc. - ADEC

Invoice Number: 603890
 April 17, 2019

<u>Date</u>	<u>Atty</u>	<u>Description of Service</u>	<u>Hours</u>	<u>Amount</u>
3/19/19	TXG	Reviewed ADEC Response to Order on Order to Show Cause	.10	41.50
3/19/19	TXG	Reviewed Response filed by John Masiz to Order on Response to Order to Show Cause	.10	41.50
3/20/19	MGD	E-mail exchange with Attorney Joseph Cacau re Rule 2004 Examinations	.30	156.00
3/22/19	MGD	Call from Jan Schlichtmann re allowance of Rule 2004 Order	.90	468.00
3/25/19	MGD	Review e-mail from Attorney Howard Cooper re request for documents	.20	104.00
Total			51.40	\$ 23,583.50

CASE ADMINISTRATION

Client.Matter: 007615.0003
 MGD as Receiver
 Biochemics - Case Administration

Invoice Number: 603892
 April 17, 2019

PROFESSIONAL SERVICES

<u>Date</u>	<u>Atty</u>	<u>Description of Service</u>	<u>Hours</u>	<u>Amount</u>
1/02/19	MGD	Draft Liquidation Plan	1.60	832.00
1/02/19	TXG	Reviewed correspondence from Receiver regarding receipt of Registry Funds	.10	41.50
1/02/19	TXG	Reviewed all deadlines re Liquidation Plan and Quarterly Reports compensation (.4); correspondence to Receiver regarding same (.2)	.60	249.00
1/03/19	JAB	Set up asset in Trustworks and prepared deposit	.30	45.00
1/04/19	TXG	Reviewed and revised Liquidation Plan and correspondence to Receiver regarding same	1.40	581.00
1/07/19	TXG	Telephone conference with Receiver regarding Liquidation Plan and Motion to Approve	.20	83.00
1/07/19	TXG	Further telephone conference with Receiver regarding Liquidation Plan	.20	83.00
1/07/19	TXG	Telephone call from Gavin Copeland	.10	41.50
1/07/19	TXG	Revised, finalized and served Motion to Approve Liquidation Plan and Liquidation Plan	1.30	539.50
1/07/19	TXG	Reviewed correspondence from investors	.20	83.00
1/08/19	TXG	Exchanged correspondence with investor Steven Israel regarding Dr. Galen Grayson	.20	83.00
1/08/19	TXG	Reviewed correspondence from investor Michael Ehrlich	.20	83.00
1/08/19	TXG	Telephone conference with Gavin Copeland, investor, regarding update	.40	166.00
1/09/19	MGD	Call from TG re Motion to Extend Response Deadline and G4 issues	.30	156.00
1/09/19	TXG	Correspondence to investor Michael Erlich	.10	41.50
1/11/19	TXG	Telephone call from Receiver regarding extension of time for filing fee application (.2); telephone calls and email correspondence with Kathleen Shields, Esq. regarding same (.2)	.40	166.00
1/11/19	TXG	Telephone call and email correspondence with investor regarding status	.20	83.00
1/14/19	TXG	Correspondence to Kristen Nogler regarding storage invoices	.10	41.50
1/15/19	MGD	E-mail exchange with Attorney David London (SEC)	.40	208.00
1/15/19	MGD	Call with TG re Quarterly Report preparation	.40	208.00
1/15/19	TXG	Reviewed correspondence from Kristin Nogler regarding storage invoice	.10	41.50
1/15/19	TXG	Telephone conference with Receiver regarding Quarterly Report, Fee Application and ADEC Response	.40	166.00
1/16/19	TXG	Telephone conference with Elizabeth Galetta regarding G4 and Canadian application	.20	83.00
1/16/19	TXG	Correspondence to Jan Schlichtmann, Esq. regarding G4 Canadian patent application	.20	83.00

Client.Matter: 007615.0003
 MGD as Receiver
 Biochemics - Case Administration

Invoice Number: 603892
 April 17, 2019

<u>Date</u>	<u>Atty</u>	<u>Description of Service</u>	<u>Hours</u>	<u>Amount</u>
1/17/19	EAG	Study Memo prepared by J. Schlichtmann regarding ownership of G-4 technology (.9); study pending applications related to G-4 technology and Vale II Patent (1.1); review of timeline provided with respect to formation of BPI (.6); preparation of memo with summary of facts, information on patent ownership and information needed to further understand why G-4 technology is believed to be BPI technology and not Biochemics (1.8)	4.40	1,892.00
1/17/19	MGD	Second telephone call with Attorney Jeff Sternklar re G4	.40	208.00
1/17/19	MGD	Call with TG re G4	.40	208.00
1/17/19	TXG	Telephone conference with Elizabeth Galletta, Esq. regarding G4 review	.70	290.50
1/17/19	TXG	Telephone conference with Receiver regarding G4 issues	.40	166.00
1/17/19	TXG	Reviewed memorandum of Elizabeth Galletta, Esq. regarding G4	.40	166.00
1/18/19	EAG	Call with T. Garg concerning information needed with respect to G-4 Technology (.2); prepare and send further comments pertaining to timeline of employment of scientists named as inventors on G-4 technology (.6)	.80	344.00
1/18/19	TXG	Telephone conference with Elizabeth Galletta, Esq. regarding follow up issues on G4 memo	.20	83.00
1/18/19	TXG	Reviewed revised memorandum from Elizabeth Galletta, Esq. regarding G4	.20	83.00
1/22/19	MGD	Prepare Quarterly Report	.90	468.00
1/23/19	MGD	Prepare for call and telephone call with the SEC re status	.70	364.00
1/23/19	TXG	Reviewed SEC Response to Trustee's Motion to Approve Liquidation Plan	.20	83.00
1/28/19	MGD	Call with TG re Quarterly Report and Opposition to Motion for Relief	.40	208.00
1/28/19	MGD	Call from Frank Manguso re Form 1099	.40	208.00
1/28/19	TXG	Telephone conference with Receiver regarding ADEC Objection	.50	207.50
1/28/19	TXG	Reviewed correspondence from investor regarding Geffion deal; correspondence with Receiver regarding same	.20	83.00
1/29/19	TXG	Completed preparation of Quarterly Status Report and exhibit (1.7); telephone conference and correspondence with Jenny Babula regarding filing of same (.2); telephone conference with Receiver regarding same (.2)	2.10	871.50
1/30/19	MGD	Call from Series E Creditors	.20	104.00
1/30/19	MGD	Prepare Quarterly Report	.60	312.00
1/30/19	TXG	Reviewed correspondence from Jan Schlitchmann, Esq. regarding investor list for Quarterly Report	.10	41.50
1/31/19	EAG	Receive and review email correspondence requesting information pertaining to the G-4 technology patent filing (.2); prepare and send email to T. Garg with requested information (.1)	.30	129.00
1/31/19	MGD	Call from Brian Morrow (Series E)	.40	208.00
1/31/19	TXG	Exchanged numerous correspondence with Theodore Petroulas regarding investment status	.30	124.50
1/31/19	TXG	Telephone call from and exchanged correspondence with Alex Michel regarding status as investor	.30	124.50

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 MGD as Receiver
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<u>Date</u>	<u>Atty</u>	<u>Description of Service</u>	<u>Hours</u>	<u>Amount</u>
1/31/19	TXG	Correspondence to Jan Schlichmann, Esq. regarding Alex Michel status	.10	41.50
1/31/19	TXG	Exchanged correspondence with William Flynn regarding investment status	.30	124.50
1/31/19	TXG	Telephone conference with Brian Morrow regarding investment status (.1); correspondence with Receiver regarding same (.2); correspondence with Jan Schlichtmann regarding status (.2)	.50	207.50
1/31/19	TXG	Exchanged correspondence with Jan Schlichtmann regarding Geffion announcement and technologies	.20	83.00
2/01/19	TXG	Exchanged correspondence with Attorney Michael Erlich regarding G4 assets	.20	83.00
2/01/19	TXG	Reviewed correspondence from Receiver and Elizabeth Galletta, Esq. regarding G4 assets	.10	41.50
2/06/19	TXG	Telephone conference with Receiver regarding G4 (.2); correspondence to Receiver regarding description of G4 and BPI claim (.2)	.40	166.00
2/06/19	TXG	Telephone call to Court regarding status of Motions to Employ Counsel and settlement with landlord	.10	41.50
2/08/19	MGD	Telephone call from Derek Slaughter (Series E)	.30	156.00
2/08/19	TXG	Reviewed correspondence from Steven Israel regarding investment; reviewed investment list and responded to inquiry	.30	124.50
2/12/19	MGD	Telephone call from Series E creditor	.40	208.00
2/12/19	TXG	Reviewed correspondence from Jack Taylor regarding BPI and Geffion	.10	41.50
2/14/19	MGD	E-mail exchange with TG re Delaware corporate tax	.30	156.00
2/14/19	TXG	Reviewed correspondence from Jan Schlichtmann, Esq. regarding DE taxes; correspondence with Receiver regarding same	.20	83.00
2/15/19	MGD	E-mail exchange with Attorney Therese Scheuer (SEC)	.20	104.00
2/19/19	TXG	Correspondence with Jan Schlichtmann, Esq. confirming no Geffion licensing of Biochemics assets	.20	83.00
2/21/19	MGD	E-mail exchange with Attorney Jan Schlichtman re Delaware Franchise Tax	.20	104.00
2/21/19	TXG	Reviewed confirmation of payment of Delaware tax	.10	41.50
3/05/19	MGD	Call to TG re Motions awaiting Court action	.30	156.00
3/05/19	TXG	Exchanged correspondence with investor Robert Doherty regarding call to discuss status	.20	83.00
3/05/19	TXG	Reviewed Order on Motions to Employ Intellectual Property Counsel and correspondence with Receiver regarding same	.20	83.00
3/11/19	MGD	Call to Attorney Kathy Shields re status update	.40	208.00
3/11/19	TXG	Telephone conference and email correspondence with investor Robert Doherty regarding status	.40	166.00
3/14/19	MGD	Email to TG re signing of tax returns of Biochemics	.30	156.00
3/14/19	TXG	Reviewed correspondence from Trustee regarding tax filings and corporate documents	.20	83.00
3/15/19	MGD	E-mail to TG re outstanding bill due Special Counsel	.20	104.00

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 MGD as Receiver
 Biochemics - Case Administration

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<u>Date</u>	<u>Atty</u>	<u>Description of Service</u>	<u>Hours</u>	<u>Amount</u>
3/21/19	TXG	Reviewed Motion to Approve Landlord Settlement (.2); correspondence to Jan Schlichtmann, Esq. regarding payment and release of trustee process funds (.2)	.40	166.00
3/25/19	TXG	Reviewed correspondence from investor Robert Doherty regarding status	.10	41.50
3/26/19	TXG	Telephone conference with investor Robert Doherty regarding status update and email correspondence regarding same	.40	166.00
Total			32.40	\$ 14,467.50

EXHIBIT E

[BIOCHEMICS, INC. –RECEIVERSHIP]
SUMMARY OF TIME SPENT BY TIMEKEEPER

I. ASSET ANALYSIS – INTELLECTUAL PROPERTY

Timekeeper:	Rate:	Hours:	Fees:
Mark G. DeGiacomo (MGD)	\$520 per hour	68.60	\$35,412.00
Taruna Garg (TXG)	\$415 per hour	4.30	1,784.50
Jennifer Babula (JAB)	\$150 per hour	.30	45.00
TOTAL:		72.70	\$37,241.50

II ASSET MAINTENANCE

Timekeeper:	Rate:	Hours:	Fees:
Taruna Garg (TXG)	\$415 per hour	12.00	\$4,980.00
Elizabeth A. Galetta (EAG)	\$430 per hour	9.70	4,171.00
TOTAL:		21.70	\$9,151.00

III. ASSET ANALYSIS NON-IP

Timekeeper:	Rate:	Hours:	Fees:
Mark G. DeGiacomo (MGD)	\$520 per hour	.50	\$ 260.00
Taruna Garg (TXG)	\$415 per hour	3.00	1,245.00
Elizabeth A. Galetta (EAG)	\$430 per hour	.70	301.00
TOTAL:		4.20	\$1,806.00

IV. ADEC

Timekeeper:	Rate:	Hours:	Fees:
Mark G. DeGiacomo (MGD)	\$520 per hour	31.70	\$16,484.00
Taruna Garg (TXG)	\$415 per hour	12.30	5,104.50
Jonathan M. Horne (JMH)	\$300 per hour	5.90	1,770.00
Jennifer Babula (JAB)	\$150 per hour	1.50	225.00
TOTAL:		51.40	\$23,583.50

V. CASE ADMINISTRATION

Timekeeper:	Rate:	Hours:	Fees:
Mark G. DeGiacomo (MGD)	\$520 per hour	9.70	\$5,044.00
Taruna Garg (TXG)	\$415 per hour	16.90	7,013.50
Elizabeth A. Galetta (EAG)	\$430 per hour	5.50	2,365.00
Jennifer Babula (JAB)	\$150 per hour	.30	45.00
TOTAL:		32.40	\$14,467.50

EXHIBIT F

[BIOCHEMICS, INC. – RECEIVERSHIP]

SUMMARY OF EXPENSES

Biochemics, Inc. – Receivership Disbursements

Photocopies - \$32.40

Postage \$13.05

Postage (3/15/19) Fly Over the City Courier \$22.50

Total: \$67.95